

Exhibit K-1



Jennifer S. Roach

Partner
Chair, Summer Program Committee

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Antitrust, Competition & Distribution
Business Litigation

Overview

Jen is a partner in the Antitrust, Competition & Distribution and Business Litigation practice groups. She focuses her practice on litigating unfair competition, intellectual property, trade secret misappropriation, distribution and antitrust matters, and providing advice and guidance to clients concerning distribution, antitrust, advertising and unfair competition issues and the protection of intellectual property.

Jen has trial experience in both federal and state courts, and has drafted numerous agreements related to product distribution in the United States and internationally.

Contact Information

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Education

- Northwestern University School of Law, J.D., 2001
- Duke University, A.B., 1997, *cum laude*

Experience

A representative sampling of Jen's experience includes the following:

Antitrust and Dealer or Sales Representative Termination Cases

- Representing utility companies in action alleging price fixing by four Class I railroads, *In re Rail Freight Fuel Surcharge Antitrust Litigation*.
- Representing a manufacturer of outdoor power equipment in action alleging termination of sales representative agreement in violation of Minnesota's sales representative statute, *Gulliford Sales Co. v. Husqvarna Professional Products, Inc.*, No. 19-CV-00237 (D. Minn.)
- Representing a manufacturer of wireless two-way radios in action alleging termination of sales representative agreement in violation of California's Independent Wholesale Sales Representative Contractual Relations Act of 1990, *The Sales Group, Inc. v. RELM Wireless Corp.*, No. 2:17-cv-02347-JAK-FFM (C.D. Cal.).
- Representing a manufacturer of outdoor power equipment in action alleging termination of sales agency agreement in violation of the Texas equipment dealer statute, *Relco Military Sales, Inc. v. Husqvarna Outdoor Products, Inc.*, No. 3:09-cv-1350 (N.D. Tex.).
- Obtained dismissal of counterclaims alleging price discrimination under the Robinson-Patman Act for a publicly traded distributor of thermoplastic resins.



- Defended a manufacturer of flooring compounds for commercial construction applications against counterclaims alleging secondary-line price discrimination under the Robinson-Patman Act. *Dayton Superior Corp. v. Marjam Supply Co.*, No. 2:07-cv-05215-DRH-MLO (E.D.N.Y.); *Dayton Superior Corp. v. Spa Steel Products, Inc.*, No. 1:08-cv-01312-FJS-RFT (N.D.N.Y.).
- Represented a manufacturer of material handling equipment in a Minnesota action brought by a dealer involving allegations of breach of contract and violation of the Wisconsin Fair Dealership Law and the Minnesota Heavy and Utility Equipment Manufacturers and Dealers Act. *Minnesota Supply Co. v. Mitsubishi Caterpillar Forklift America Inc.*, 822 F.Supp.2d 896 (D. Minn. 2011) (granting motion to dismiss).
- Defended a manufacturer of material handling equipment in an action brought by a dealer for alleged violation of New Jersey Franchise Practices Act. *Maintainco, Inc. v. Mitsubishi Caterpillar Forklift America Inc.*, No. C-300-00 (Superior Ct., Chancery Div., Bergen City., N.J.).

Counseling on Antitrust, Product Distribution and Competition Matters

- Drafting and advising on the terms of dealer, distributor, sales representative and other product distribution or supply arrangements for clients engaged in the manufacture or supply of welding equipment, outdoor power equipment, high-pressure laminates, material handling equipment and medical products.
- Providing guidance to manufacturing clients on termination or appointment of dealers and distributors in the United States and internationally.
- Advising manufacturing clients on the legality of product distribution restraints.
- Counseling clients on product pricing, discounts and advertising programs under state and federal price discrimination laws.

Unfair Competition Litigation

- Obtained a directed verdict for a leading provider of early childhood products and furniture after a two-week trade secret misappropriation trial that was affirmed on appeal. *Alice's Home v. Childcraft Education Corp.*, 2010 Ohio App. LEXIS 3498 (10th Dist. Sept. 2, 2010).
- Secured summary judgment in a breach of contract claim on behalf of a manufacturer of flooring compounds for commercial construction. *Dayton Superior Corp. v. Spa Steel Prods., Inc.*, 2010 U.S. Dist. LEXIS 100674 (Sept. 23, 2010 N.D.N.Y.).
- Successfully defended a preliminary injunction motion on behalf of a defendant in Lanham Act false advertising litigation filed in New Jersey federal court. Decision affirmed on appeal to the Third Circuit. *IDT Telecom, Inc. v. CVT Prepaid Solutions*, 250 Fed. Appx 476 (Oct. 9, 2007 3d Cir).
- Received a favorable decision on a defense motion for summary judgment in a trade secret misappropriation claim involving manufacturing process design. *Jedson Engineering, Inc. v. Spirit Construction Services, et al.*, 2010 U.S. Dist. LEXIS 60642 (June 18, 2010 S.D. Ohio).
- Obtained preliminary injunction for major provider of pharmacy products to long-term care facilities in noncompete case against former salesperson. *PharMerica Corp. v. McElyea*, 2014 U.S. Dist. LEXIS 64313 (May 9, 2014).
- Represented a manufacturer of metal forgings for heavy-duty truck axles in an action alleging misappropriation by a competitor of trade secrets involving manufacturing processes.



- Secured preliminary injunctive relief for distributor of spine products against former salesman who went to work for competitor.
- Defeated preliminary injunction motion brought by former business partner against provider of secured text messaging services to doctors and hospitals.
- Represented a global chemical manufacturer in a non-compete case involving a former employee living and working in Vietnam.
- Defense of a firearms dealer in litigation pending in federal court in North Carolina involving allegations of trade secret misappropriation and violation of the Computer Fraud and Abuse Act.
- Obtained summary judgment for a publicly traded provider of engineering, construction and technical services to government agencies and private sector companies around the world in a case involving allegations of copyright infringement, trademark infringement, unfair competition, tortious interference and breach of contract.
- After a three-week trial but prior to a jury verdict, secured a successful settlement for an engineering design company in a case involving the alleged copyright infringement of architectural plans for a tissue manufacturing plant and violation of the Computer Fraud and Abuse Act.

Other Matters

- On behalf of a pro bono client, briefed and argued an appeal to the Sixth Circuit, resulting in a published opinion concerning application of the United States v. Leon, 468 U.S. 897 (1984) good faith exception to the Fourth Amendment. *United States v. Frazier*, 423 F.3d 526 (6th Cir. 2005).
- Prosecuted attorneys on behalf of the Certified Grievance Committee of the Cleveland Bar Association, for violation of disciplinary rules and obtained an indefinite suspension in two different cases and a six-month suspension in a case argued before the Ohio Supreme Court.

Publications

- Co-author, ["Current State of Affairs in No-Poach Enforcement: Is Criminal No-Poach Prosecution Finally on the Horizon?"](#) Thompson Hine *Business Law Update*, Winter 2021
- Co-author, ["Novel COVID-19 Virus, Commercial Contracts and Force Majeure,"](#) Thompson Hine *Business Litigation Update*, March 2020
- Co-author, ["DOJ Steps Up Antitrust Enforcement,"](#) *Crain's Cleveland Business*, January 18, 2020
- ["Antitrust Agencies Release New Vertical Merger Guidelines,"](#) Thompson Hine *Antitrust Law Update*, January 2020
- Co-author, ["Justice Department Emphasizes Antitrust Enforcement Through Creation of Multi-Agency and Bid-Rigging Strike Force,"](#) Thompson Hine *Antitrust & Government Contracts Update*, November 2019
- "United States: Vertical Restraints," published in *The Antitrust Review of Americas*, Global Competition Review, 2018
- ["Court Denies Class Certification in Rail Freight Fuel Surcharge Antitrust Litigation,"](#) Thompson Hine *Transportation Update*, October 2017
- ["The Defend Trade Secrets Act: Consequences for Trade Secret Litigation,"](#) Thompson Hine *Business Litigation Update*, July 2014



- ["Supreme Court Clarifies False Advertising Standing," Thompson Hine *Unfair Competition Update*, April 2014](#)
 - "State Dealer Protection Statutes Do Not Override Contractual Choice of Form," American Bar Association, *Antitrust Section Distribution and Franchising Committee Distribution Newsletter*, January 2012
 - Editor, "Chapter VII Adjunct Claims and Defenses," *The Franchise and Dealer Termination Handbook*, Second Edition, American Bar Association, April 2011
 - "SEC Wants The Scoop On Private Investment Advisers," *Law360.com*, December 2010
 - "Clear Path for Stock Options Suits?", *N.D. Ohio Federal Bar Association Newsletter*, 2007
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Presentations

- "Certifying Antitrust Class Actions: Applicability of *Daubert* at Class Certification," Fifth Annual Great Lakes Antitrust Institute, November 2013
 - "Till Death – Or Later – Do You Part: Tips To Manage The Risk And Structure Your Relationships With Distributors And Sales Representatives", OSBA Annual Convention, Antitrust Section, May 8, 2013
 - "Keeping Clients Out of Trouble in Troubled Economic Times: How Antitrust Laws Apply to Business Strategies in an Economic Downturn – Vertical Restraints," OSBA Annual Convention, Antitrust Section, May 2009
 - "Taking and Defending Effective Depositions in Ohio," Independence, Ohio, April 2008
 - "Motion Law: From Basic to Advanced Procedures," Cleveland, Ohio, May 2006
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Distinctions

- Selected for inclusion in *The Best Lawyers in America*® 2016 to 2021 in the field of Commercial Litigation
 - Selected for inclusion in *Ohio Super Lawyers*® as a Rising Star, 2010 to 2015
 - YWCA Women of Professional Excellence, 2010
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Professional & Civic

Professional Associations

- American Bar Association

Community Activities

- PetFix Northeast Ohio, Board of Directors, May 2010 to present
- Mobilize the Vote, volunteer
- Lift+Every+Vote, volunteer
- Pet Partners, volunteer, 2009 to present
- Cleveland Bridge Builders, Class of 2007-2008



- YWCA Women's Leadership Boot Camp, Class of 2009-2010
- Partners With Paws, Board of Directors, 2004 to 2006
- Therapy Dogs International, volunteer, 2001 to 2009

Professional Activities

- Vice Chair, Copyright Litigation Committee, American Bar Association's Intellectual Property Section
 - Editorial Board, Annual Review of Antitrust Law Developments, American Bar Association's Antitrust Section, 2013 to 2017
 - National Institute of Trial Advocacy Deposition Skills Programs, Instructor
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Admissions

- Ohio
 - U.S. Court of Appeals for the Third Circuit
 - U.S. Court of Appeals for the Sixth Circuit
 - U.S. District Court for the Northern District of Ohio
 - U.S. District Court for the Southern District of Ohio
 - United States Supreme Court
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